

**ARTICLES OF AMENDMENT
TO
THE AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
RETROLUX INC.**

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Pursuant to the provisions of Section 30-29-1006 of the Idaho Business Corporation Act (the "IBCA"), Retrolux Inc., an Idaho corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation (the "Articles"):

1. The name of the Corporation is Retrolux Inc.
2. Article 5.1 of the Articles is amended and restated in its entirety to read as follows:

5.1 Total Shares. The total number of shares of all classes of stock that the Corporation has authority to issue is 10,000,000 consisting of (a) 7,000,000 shares of Common Stock and (b) 3,000,000 shares of Preferred Stock. The Preferred Stock may be issued from time to time in more or more series, each of such series to consist of such number of shares and to have such terms, rights, powers and preferences, and the qualifications and limitations with respect thereto, as state or expressed herein. As of the effective date of these Articles of Amendment, 530,976 shares of the Preferred Stock have been designated as Series Seed Preferred, and 806,327 shares of Preferred Stock have been designated as Series Seed II Preferred.
3. The remainder of the Articles, as hereby amended, shall remain in full force and effect.
4. The foregoing amendment was adopted by the Board of Directors by unanimous written consent on February 20, 2020, and by the holders of all of the issued and outstanding shares by unanimous written consent on February 20, 2020, in the manner required by the IBCA and by the Articles and Bylaws of the Corporation.
5. This amendment does not provide for an exchange, reclassification or cancellation of issued shares.

[Signature page follows]

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its duly authorized officer this 26th day of February, 2020

By: 
Leif Elgethun, President